A Quarterly meeting of the Rhode Island Turnpike and Bridge Authority was held on Wednesday November 5, 2008, 8:30 A.M. at the Jamestown Police Department Conference Room.

The meeting was called to order at 8:30 A.M. by Chairman David A. Darlington.

Members Present:

David A. Darlington, Chairman

Arthur H, Fletcher

William ("Chuck") Alves

Members Absent:

Richard P. Eannarino

Stephen C. Waluk

Invited Guests:

Buddy Croft, Executive Director

Christine H. Callahan, CFO/Controller

Marianne Hillier, Director of Operations

Peter M. Janaros, P.E., Director of Engineering

Robert Moorehead, Chief of Maintenance

JoAnn Head, Executive Assistant

Bernard A. Jackvony, Legal Counsel

Meredith Holderbaum, Fiscal Advisor

Item No. 2

Motion by William ("Chuck") Alves, seconded by Arthur H. Fletcher,

passed unanimously to approve the minutes of September 24, 2008.

Item No. 3

Motion by Arthur H. Fletcher, seconded by William ("Chuck") Alves, passed unanimously to approve: Pannone, Lopes & Devereaux, Legal Counsel

Invoice No. 5984 \$ 3,099.27

Invoice No. 5985 300.00

Invoice No. 5986 104.28

Invoice No. 5988 200.00

Invoice No. 5995 1,680.00

Invoice No. 5997 2,213.10

Invoice No. 5998 760.00

Invoice No. 6000 1,140.00

Total 9,496.65

Item No. 4

Motion by Arthur H. Fletcher, seconded by William ("Chuck") Alves, passed unanimously to approve: Adler Pollock & Shehan P.C., Legal Counsel

Invoice No. 356769 \$ 225.00

Invoice No. 356770 15,830.71

Total \$16,055.71

Item No. 5

Motion by Arthur H. Fletcher, seconded by William ("Chuck") Alves, passed unanimously to approve: Nixon & Peabody

Invoice No. 9022786 \$ 1,810.60

Invoice No. 9022770 1,809.00

Total \$ 3,619.60

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Item No. 6

Motion by Arthur H. Fletcher, seconded by William ("Chuck") Alves, passed unanimously to ratify: Wilbur Smith Associates – E-ZPass Implementation

Invoice 527689 \$ 12,567.90

Invoice 526792 18,832.98

Total \$ 31,400.88

Item No. 7

Motion by Arthur H. Fletcher, seconded by William ("Chuck") Alves, passed unanimously to ratify: BMI Interational, Inc.

Assessment Services for RITBA

Invoice No: RITBA -7-2008 \$ 62,227.25

Item No. 8

Motion by Arthur H. Fletcher, seconded by William ("Chuck") Alves,

passed unanimously to ratify: Aetna Bridge – Newport Pell Bridge

Security Electrical Upgrades No. 12 Retainage \$ 131,441.43

Roadway Repairs

No. 3 267,358.79 Total \$ 398,800.22

Item No. 9

Motion by Arthur H. Fletcher, seconded by William ("Chuck") Alves, passed unanimously to ratify:

E-ZPass Interagency Group

Full Membership Initiation Fee \$ 250,000.00

2008 Annual Dues 2,916.67

Total \$ 252,916.67

Item No 10

Motion by Arthur H. Fletcher, seconded by William ("Chuck") Alves, passed unanimously to approve Maguire Group Inc., Proposal dated July 24, 2008, for On Call Construction Inspection Services Contract 06-1, Request for Extension of Contract for 2009. (Resolution Attached).

Item No. 11

Motion by William ("Chuck") Alves, seconded by Arthur H. Fletcher, passed unanimously to approve ATC Lincoln Associates Proposal dated October 29, 2008 for Lead Impacted Soil Excavation Remedial Action Work Plan on the Newport/Pell Bridge in an amount not-to

exceed \$12,280.00. (Resolution Attached)

Item No. 12

Motion by William ("Chuck") Alves, seconded by Arthur H. Fletcher, passed unanimously to approve RITBA Administration Building Roof Replacement. After discussing estimates for replacing the roof with a system similar to the existing flat build-up roof or an alternative pitched roof on top of the existing building, the Board decided on the pitched roof. Peter M. Janaros, P.E., recommended the Board consider an overall building improvement plan before installation of the pitched roof next summer. (Resolution Attached)

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Item No. 13A & 13B

Motion by William ("Chuck") Alves, seconded by Arthur H. Fletcher, passed unanimously to approve a Purchase and Sale Agreement with the Town of Jamestown for the sale of a certain parcel of land to the Town. (Resolutions attached)

Item No. 14

Motion by William ("Chuck") Alves, seconded by Arthur H. Fletcher, passed unanimously to approve Funding of the State Tourism Map

Highlighting E-ZPass. (Resolution Attached)

Item No. 15

Motion by Arthur H. Fletcher, seconded by William ("Chuck") Alves, passed unanimously to approve Funding of the Funding State Travel Guide Highlighting E-ZPass. (Resolution Attached)

Item No. 16

Motion by Arthur H. Fletcher, seconded by William ("Chuck") Alves, passed unanimously to approve the issuing a RFQ for Traffic and Revenue Study. (Resolution Attached)

Item No. 17

Motion by William ("Chuck")Alves, seconded by Arthur H. Fletcher, passed unanimously to approve Telvent Continuation of Interim Toll Collection System Maintenances Services for RITBA from October 1, 2008 to December 31, 2008. (Resolution Attached)

Item No. 18

Motion by Arthur H. Fletcher, seconded by William ("Chuck") Alves, passed unanimously to Amend the Authority's Capitalization Policy. (Resolution Attached)

Item No. 19

The Chairman moved Item 19 to executive session.

Item No. 20

Chairman's Report – David A. Darlington

Reported on E-ZPass Progress

Item No. 21

Executive Director's Report – Buddy Croft

9/25/08 Conf. call w/ ACS & Wilbur Smith

9/29 Union Negotiations

9/30 RDW

10/1 Bruce Keiser – Jamestown

10/1 Progress Report – Caseta

10/1 ACS Mtg.

10/1 Signage Mtg.

10/2 Employee Mtg.

10/3 WADK Appearance

10/6 Mtg. w/ Lori Caron Silveira

10/7 Mtg. @ PLD

10/8 Chris Callahan & Kathi O'Connor

10/8 Art Fletcher

10/9 Union Negotiations

10/14 Trailer Mtg.

10/14 NUCB Board Mtg.

10/14 House Finance

10/15 New Harbor

10/17 DUA – Deb Phayre

10/20 Trailer Mtg. 10/20 RDW 10/22 Conf. call w/ Wilbur Smith 10/22 Senior Staff & Office Staff 10/23 New Harbor 10/23 Chris Callahan & Kathi O'Connor 10/23 Tim Costa 10/24 ACS / Wilbur Smith Conf. call 10/27 New Harbor **RITBA Quarterly Meeting Minutes** Page 4 10/27 Newport Chamber / Sen. Reed 10/27 Wilbur Smith 10/28 Congressman Kennedy E-ZPass **Event** 10/29 Trailer Mtg. 10/30 Treasure Caprio 10/30 New Harbor 10/31 DOA 10/31 Mike Sullivan / DEM

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10/31 ACS Conf. call
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11/2 Trailer Logistics

11/3 Trailer / Applications Accepted

11/3 Staff Mtg.

11/4 Trailer & NUWC - Bldg.80 / 8:30 - 2:00

Misc. Thank you - DOT

Sander - \$5 to \$6 thousand

SC Tourism Request (NCCVB)

RFP - Jeep

Item No. 22

CFO/Controller's Report – Christine H. Callahan

Omitted

Item No. 23

Engineer's Report – Peter M. Janaros, P.E.

Newport/Pell Bridge

- 09-1 Painting and Steel Repairs under design by P.B.
- E-ZPass Signs by DOT, Installed in timely fashion
- PB Fracture Critical Inspection On going
- 08-4 Deck Repairs and Seal Replacements On going
- Studies Deck Evaluation / Median Barrier/ West Approach
 Pavements / Structure "E" On Going
- Fog Horn installation now complete and accepted by USCG
 Mt. Hope Bridge
- 08-1 Tower Base Rehabilitation by Cardi starting up
- 05-6 Hatches Lockable Per Vulnerability Study now installed

- Fracture Critical Inspection by M & M starts next week
- 08-5 Mt. Hope Lead Remediation by TMC 75% complete

Item No. 24

Motion by Arthur H. Fletcher, seconded by William ("Chuck") Alves, passed unanimously to go into Executive Session at 9:43 A.M. Pursuant to RI General Laws 42-46-5 (a) (1) Personnel Matters, Pursuant to RI General Laws 42-46-5(a) (2)Collective Bargaining Negotiations with USAW-RI Potential Litigation, Litigation, Pursuant to RI General Laws 42-46-5 (a) (3) Security Matters Pursuant to RI General Laws 42-46-5(a) (5)

The acquisition or lease of real property for public purposes, or the disposition of publicly held property. May 1, 2008 Executive Session Minutes

The Board suspended the regular board meeting to convene an Executive Session which was called to order at 9:47 A.M. in accordance with Rhode Island's Open Meeting Law, R.I.G.L. 42-26-5(a)(1), (2), (3) and (5) upon motion made by Arthur H. Fletcher and seconded by William ("Chuck") Alves. All Board members voted aye.

Arthur H. Fletcher made a motion, seconded by William ("Chuck") Alves, approved by an unanimous vote to come out of Executive Session and to seal the minutes, the Executive Session ended at 10:33 A.M.

Motion by William ("Chuck") Alves, seconded by Arthur H. Fletcher, passed unanimously to adjourn the meeting at 10:34 A.M.

Buddy Croft Secretary